

# Eleaving<sup>GROUP</sup>

## **Eleaving Group**

Société Anonyme

Registered office: 8-10 Avenue de la Gare

L-1610 Luxembourg

Grand Duchy of Luxembourg

R.C.S. Luxembourg: B174457

(the "**Company**")

## **ATTENDANCE, PROXY AND VOTING FORM**

for the

### **ANNUAL GENERAL MEETING OF THE COMPANY**

(the "**AGM**" or the "**General Meeting**")

will be held on 2 June 2025 at 11:00 a.m. (Central European Summer Time, "**CEST**") /12:00 p.m. (Eastern European Summer Time, "**EEST**")  
with the agenda as set out below

The AGM will be held at the office of:

GSK Stockmann SA

44, Avenue John F. Kennedy

1st floor

L-1855 Luxembourg

**In order to attend the AGM, whether in person or represented by a proxyholder, shareholders must provide the Company with a duly filled in and signed copy of this Attendance, Proxy and Voting Form together with the Record Date Confirmation (as described below) at the latest until 26 May 2025 at midnight (24:00) (CEST).**

## **SHAREHOLDER IDENTIFICATION**

Name:

Address: _____ _____ Country: _____ _____ Email: _____ _____ Telephone: _____	<p><b>NUMBER OF SHARES HELD ON THE RECORD DATE AND TO BE CAST FOR VOTING AT THE AGM:</b></p> <div style="background-color: #cccccc; width: 100px; height: 40px; margin: 0 auto;"></div> <p><i>If this box is left blank, it is deemed that the shareholder wishes to cast all of its votes equal to all the shares held on the Record Date (i.e. 23 May 2025) at midnight (24:00) CEST, as indicated on the Record Date Confirmation. If this box is completed indicating a number of votes to cast and that number exceeds the number of shares indicated in the Record Date Confirmation, it is deemed that the shareholder wants to cast the number of shares as indicated on the Record Date Confirmation.</i></p>
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I acknowledge that I may appoint a proxy if I am not able to attend in person. I shall have the right to participate in and vote in the AGM only if I have timely submitted to the Company this Attendance, Proxy and Voting Form **and** the Record Date Confirmation. The Record Date Confirmation is a confirmation letter issued by the depository bank that is safe-keeping the shareholder's shares in the Company stating the number of shares held by the shareholder on the fourteenth (14<sup>th</sup>) day prior to the AGM at midnight, *i.e.* on 19 May 2025 at midnight (24:00) CEST (the "**Record Date**"). This Attendance, Proxy and Voting Form and the Record Date Confirmation must be sent by e-mail to [investors@eleving.com](mailto:investors@eleving.com) or by postal services to or in a signed paper form by post to the registered office of the Company, at 8-10 Avenue de la Gare, L-1610 Luxembourg, Grand Duchy of Luxembourg, Attn: AGM 2025/Management Board. Admission will be granted upon presentation of a suitable identification document. No admission cards will be sent by post in advance of the AGM.

**Please choose one of the three options below by ticking the corresponding box.**

## **1 Attendance in Person**

- I hereby notify you that I will attend the AGM in person.**

## **2 Attendance by Proxy without Voting Instructions**

- I hereby notify you that I will not attend the AGM in person and wish to appoint the secretary of the AGM or a proxyholder, if one is named below, to vote in my name and**

**on my behalf as such person deems fit on all resolutions of the agenda of the AGM:**

I appoint the following person to attend the AGM and to vote in my name and on my behalf without voting instructions as such person may deem fit on the resolutions of the agenda of the AGM:

Name: ..... Address: .....  
E-mail: .....  
Telephone: ..... Country: .....

*\* Regarding the proxyholder whom I appoint, I indicate the followings – I for natural person : name, last name, personal identification number (if the person does not have a personal identification number - the date of birth, the number, the date of issue, the country of issuance and the issuing authority of the passport or other identification document) and for legal entity :name, registration number, legal address, representative, basis of representation. If the information provided hereto is not complete, the appointment will be deemed given to the secretary of the AGM instead.*

### **3 Attendance by Proxy with Voting Instructions**

- I hereby notify you that I will not attend the AGM in person and wish to appoint the secretary of the AGM or a proxyholder, if one is named below, who shall vote at the AGM in my name and on my behalf in accordance with the voting instructions given below:**

I appoint the following person to attend the AGM and to vote in my name and on my behalf with the voting instructions given below:

Name: ..... Address: .....  
E-mail .....  
Telephone ..... Country: .....

*\*Regarding the proxyholder whom I appoint, I indicate the followings: for natural person – name, last name, personal identification number (if the person does not have a personal identification number - the date of birth, the number, the date of issue, the country of issuance and the issuing authority of the passport or other identification document) and for legal entity :name, registration number, legal address, representative, basis of representation. If the information provided hereto is not complete, the appointment will be deemed given to the secretary of the AGM instead.*

*\*\*I tick with an « X » the appropriate below boxes how I wish to vote on each of the relevant items of the agenda of the AGM. The omission to tick any box with respect to any resolution shall allow the secretary or appointed proxyholder to vote at his/her full discretion on the proposed resolutions.*

Voting instructions for the AGM	Vote in favor:	Vote against:	Abstention
<p><b>Agenda Item 1:</b></p> <p>Presentation of the management report of the Management Board in respect of the statutory financial statements of the Company and the consolidated financial statements and standalone annual accounts of the Company and its group for the financial year ended on 31 December 2024.</p>	NO VOTE REQUIRED		
<p><b>Agenda Item 2:</b></p> <p>Presentation of the reports of the statutory auditor of the Company in respect of the statutory financial statements of the Company and the consolidated financial statements and standalone annual accounts of the Company and its group for the financial year ended on 31 December 2024.</p>	NO VOTE REQUIRED		
<p><b>Agenda Item 3:</b></p> <p>Presentation of the observation report of the supervisory board of the Company (the "<b>Supervisory Board</b>") in respect of the Management Board of the Company for the financial year ended on 31 December 2024.</p>	NO VOTE REQUIRED		
<p><b>Agenda Item 4:</b></p> <p>The General Meeting, after having reviewed the management report of the Management Board, the observation report of the Supervisory Board and the report of the statutory auditor of the Company, approves the stand-alone annual accounts of the Company for the financial year ended on 31 December 2024 in their entirety.</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<p><b>Agenda Item 5:</b></p> <p>The General Meeting, after having reviewed the management report of the Management Board, the observation report of the Supervisory Board and the report of the independent auditor of the Company, approves the consolidated financial statements of the Company for the financial year ended on 31 December 2024 in their entirety.</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<p><b>Agenda Item 6:</b></p> <p>The General Meeting notes and acknowledges the net profit of the Company in the amount of EUR 7,003,721 with respect to the financial year ended on 31 December 2024 and, upon the proposal of the Management Board, resolves to approve the distribution of dividend by the Company relating to the financial year ended on 31 December 2024 in the amount of EUR 4,058,491 (gross), corresponding to 100% of the retained earnings shown in the annual audited financial statements of the Company for the financial year ended on 31 December 2024 or EUR 0.035 (gross) per share to the holders of record in the security settlement system on 4 June 2025 at 24:00 hrs. (midnight) CEST ("<b>Dividend Record Date</b>"). Assuming that the shareholders approve this resolution:</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Voting instructions for the AGM	Vote in favor:	Vote against:	Abstention
<ul style="list-style-type: none"> <li>- the ex-date (the date from which no extraordinary dividends will be paid on acquired shares) shall be 3 June 2025.</li> <li>- The Dividend Record Date shall be 4 June 2025.</li> <li>- The dividend payment date shall be on or about 10 June 2025.</li> </ul> <p>The General Meeting further, notes, acknowledges and, to the extent necessary, ratifies the interim dividends in the amount of EUR 2,950,000 that were paid out to the shareholders of the Company in 2024 and approved on 23 July 2024 by the Management Board in accordance with the provisions of the articles of association of the Company and Luxembourg laws (the " <b>2024 Interim Dividend</b>").</p>			
<p><b>Agenda Item 7:</b></p> <p>Presentation of the interim report of the Company for the period from 1 January 2025 to 31 March 2025 ("<b>Q1 2025 Interim Report</b>") and the report of the Management Board regarding distribution of interim dividend based on Q1 2025 Interim Report</p>	NO VOTE REQUIRED		
<p><b>Agenda Item 8:</b></p> <p>The General Meeting decides to grant discharge to each of the members of the Management Board and the members of the Supervisory Board for the performance of their mandates during the financial year ended on 31 December 2024.</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<p><b>Agenda Item 9:</b></p> <p>The General Meeting decides on an advisory non-binding basis the remuneration report of the Company for the financial year ended on 31 December 2024 in its entirety.</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<p><b>Agenda Item 10:</b></p> <p>The General Meeting resolves to renew the mandate of BDO Audit, having its registered office at 1, rue Jean Piret, L-2350 Luxembourg, Grand-Duchy of Luxembourg, registered with the Luxembourg trade and companies register under number B147570, as the statutory auditor of the Company in relation to the statutory financial statements of the Company and the consolidated financial statements of the Company and its group for a term which will expire at the end of the annual general meeting of the shareholders of the Company called to approve the statutory financial statements of the Company and the consolidated financial statements of the Company and its group for the financial year ending on 31 December 2025.</p>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The proxyholder may represent the shareholder at the AGM as well as any other adjourned or re-convened meeting of the general meeting of shareholders convened for the purpose of resolving on the agenda of the AGM, and vote in the name and on behalf of the shareholder.

This Attendance, Proxy and Voting Form, and the rights, obligations and liabilities of the shareholder and the proxyholder hereunder, shall be governed by the laws of the Grand Duchy of Luxembourg, to the exclusion of its rules of conflict of laws.

Any claims, disputes or disagreements arising under, in connection with or by reason of this Attendance, Proxy and Voting Form shall be brought by the shareholder and the proxyholder in the courts of Luxembourg-City, and each of the shareholders and the proxyholder hereby submits to the exclusive jurisdiction of such courts in any such actions or proceeding and waives any objection to the jurisdiction or venue of such courts.

By signing this Attendance, Proxy and Voting Form, the shareholder hereby consents that the submitted data is collected, processed and used for the purpose of the AGM and the vote on the resolutions and that the data submitted may be transmitted to entities involved in the organisation of the AGM.

Signed in ..... on ..... 2025

.....  
*Name:*  
*Title:*

**Additional data**

Indicate whether a confirmation of receipt of vote is requested Yes  No

If the shareholder is a natural person, signature and its decipher must be indicated. If the shareholder is a legal entity, the position, signature, its decipher of the representative and a stamp (if applicable) must be indicated.